

Minutes of the 908<sup>th</sup> Meeting  
*"Celebrating Over 60 Years of Continuous Environmental Excellence"*  
Alexandria Renew Enterprises  
6:00 p.m., Tuesday, June 20, 2023

On Tuesday, June 20, 2023, the Alexandria Renew Enterprises Board of Directors held its regular Board of Directors meeting in the Edward Semonian Board Room at 1800 Limerick Street, with the following present:

Members: Mr. John Hill, Chairman  
Mr. James Beall, Vice Chairman  
Mr. William Dickinson, Secretary-Treasurer  
Ms. Adriana Caldarelli, Member  
Mr. Mark Jinks, Member

Staff: Mr. Justin Carl, General Manager/Chief Executive Officer  
Ms. Allison Deines, Chief Water Quality Officer  
Ms. Caitlin Feehan, Chief Administrative Officer  
Mr. Lake Akinkugbe, Director of Finance  
Mr. Igor Scherbakov, Purchasing Officer  
Ms. Lorna Huff, Secretary to the Board

Counsel: Ms. Amanda Waters, General Counsel,  
McGuireWoods LLP

Fairfax County  
Representative: Mr. Shahram Mohsenin, Branch Chief (virtual via Zoom)  
Wastewater Planning & Monitoring Division

City Representative: Ms. Erin Bevis-Carver, Division Chief  
T&ES/Sanitary Infrastructure Division

Call to Order

The Chairman called the meeting to order at 6:03 p.m.

Approval of Agenda

The Chairman requested that members review and approve the agenda. Ms. Caldarelli moved and Mr. Beall seconded. The Board unanimously approved.

Public Comment Period

There being no members of the public in attendance and wishing to speak, the Chairman closed the public comment period.

Consent Agenda

The Chairman noted several items on the Consent Agenda and clarified they are to be approved simultaneously. Counsel agreed and the Chairman requested that Mr. Carl discuss the Review and Approval of Owner/Advisor (O/A) and Resident Engineering and Inspection (RE&I) Contracts. Mr. Carl reported that AlexRenew engaged an O/A contractor (Brown and Caldwell) to assist with the RiverRenew project. The two O/A Advisor contracts are in their 7<sup>th</sup> year and up for renewal. They renew annually for the next three (3) years. The O/A budget, and Resident Engineering and Inspection (REI) Services

budget also renew. Both budgets are included in the capital costs for RiverRenew and are in the FY2024 Operating and Capital Budgets being approved this evening. Mr. Dickinson inquired if Mr. Carl's prior role was as O/A prior to becoming CEO/General Manager. Mr. Carl reported that he was the Program Advisor for the O/A team and currently Mr. Kelvin Coles has assumed that role.

The REI contract provides oversight of inspectors, quality assurance, payment processing, and safety personnel while monitoring operations and ensuring the project is built in accordance with the contract documents.

The Chairman and Board members discussed the revised Communications Policy and members' concerns. They discussed changes to be made prior to voting for approval. Mr. Jinks expressed concerns about limiting member communications with the press, Mr. Dickinson mentioned that prior to sending out press communications that members at least be advised in advance, Mr. Beall noted that members have a right to discuss issues with the press but also acknowledged that the Board wanted to speak with one voice. Further, if members disagreed about a Board approved policy, that the member would report that AlexRenew had followed policy and note the process was transparent. Ms. Waters will compile the list of Board requested changes and incorporate into the final policy. There being no additional changes to the Consent Agenda, the Chairman requested a motion to approve, Mr. Beall moved approval and Ms. Caldarelli seconded. The Board unanimously approved.

#### Unfinished Business

##### A. Review and Approve FY2024-2025 Rate Adjustment

###### Discussion.

The Chairman noted that the most important Board duties are to set rates and approve AlexRenew's budget. Mr. Dickinson inquired if staff had received written or verbal comments on the FY2024-2025 rate adjustment and FY2024 Operating and Capital Budget. The Board Secretary noted that no comments were received.

The Chairman recognized Mr. Jinks who reported that the Authority was in good shape. Staff prepared a good budget primarily driven by debt service for RiverRenew. The major drivers for the rate increase for FY2024 and FY2025, include RiverRenew, economic inflation, and maintaining competitive salary and benefits for staff. The rate increases were lower than earlier projections for the RiverRenew program. He reported the budget was responsible and well-thought out. The fact that the Authority has no public comment indicates that citizens accept the RiverRenew project. He commended staff for educating the public on the need for this project. The Chairman requested a motion from the Chairman of the Finance and Audit Committee. Mr. Jinks moved to approve the FY2024-FY2025 rate adjustments. Mr. Beall seconded, the Board unanimously approved.

##### B. Review and Approve FY2024 Operating and Capital Budget.

###### Discussion

The Chairman recognized Mr. Jinks who reported that the next item of business is to approve the budget. Mr. Jinks moved approval of the FY2024 Operating and Capital Budget. Ms. Caldarelli seconded, the Board unanimously approved.

There was no additional questions or comments and the Chairman moved New Business.

#### New Business

A. Job Order Contracting Presentation

Discussion

The Chairman recognized Mr. Carl who provided a presentation on Job Order Contracts (JOC). Mr. Carl reported that JOCs are an alternative contracting method for construction work from the Virginia Public Procurement Act (VPPA). These are “on call” contracts which allow selected contractors to perform individual task order work on an as needed basis. Limitations for the JOC include a \$500,000 per Task Order; \$6 million per contractor per year with a 3-year maximum term.

AlexRenew’s JOCs are being procured through a Request for Proposal (RFP) to identify qualified contractors to perform CIP and IRR work in the adopted FY2024 Operating and Capital Budget. Key factors in evaluating qualified contractors are project personnel, experience with water and wastewater projects, and safety programs and records. Four Mile Run Pumping Station Modifications and Tertiary Upgrades are two projects under the CIP being procured using this method. Emergency work can also be procured using this method. Pricing is based on industry standards using RS Means, a unit price book on construction cost estimating software multiplied by a contractors’ coefficient which includes contractor overhead and profit.

Mr. Jinks inquired about union vs. non-union labor. Mr. Carl reported that RS Means has crew costs put together to support its pricing. Mr. Scherbakov discussed RS Means union vs non-union pricing and explained project competition. Ms. Caldarelli inquired about implementation of the contracts among the contractors. Mr. Carl reported that staff would use the contractor with the greatest experience in the area that is needed and noted that this procurement will support on-call contracts and emergency work at the plant. Ms. Caldarelli inquired about emergency work that exceeds the threshold. Mr. Carl recognized Ms. Feehan who reported that under VPPA, there is an allowance for an emergency contract that requires documentation on why the emergency exists and why the contract needs to be executed. Mr. Carl further reported on the emergency reporting process, noting that staff follows the VPPA and E-VA guidelines for emergencies.

The benefits of JOC provide the opportunity to quickly execute work as identified with staff and resources focused on major infrastructure work, the schedule is faster and provides greater flexibility.

Mr. Carl then reviewed next steps and noted that staff would bring JOC contracts to the Board at the July meeting for review and approval.

B. Review and Approve Revisions to Procedures for the Procurement of Construction Management and Design-Build

Discussion

Mr. Carl reported that due to changes in the Virginia General Assembly there were revisions to the Procedures for Procurement of Construction Management and Design-Build projects. Mr. Carl was not aware of the reasons for the changes but noted they were beneficial to the wastewater industry. Mr. Jinks inquired how the bill defines infrastructure. Mr. Carl reported the language was not specific and staff pulled language from the State and included it in the current policy.

Mr. Carl and Mr. Jinks discussed the benefits to AlexRenew of the policy changes. There being no further discussion, the Chairman requested a motion to approve the Policy. Mr. Beall moved and Mr. Dickinson seconded. The Board unanimously approved.

C. Review and Approve Revisions to Electronic Participation Policies

Discussion

The Chairman recognized Ms. Waters who noted the General Assembly passed House Bill 1738 that encourages State public bodies to provide access to meetings electronically. AlexRenew has provided that option for virtual meetings. If the Board approves this update to the Electronic Participation Policy, moving forward, all meetings, including in person meetings will allow for the public to participate remotely. Ms. Caldarelli inquired when the policy is effective and how staff will provide access. Mr. Carl reported July 1 and AlexRenew is already set up for electronic comments but it is now just stated in the policy. Mr. Hill required clarification on the number of electronic meetings per year. Ms. Waters confirm twice per year or 10% of the number of meetings for the year. There was no further discussion and the Chairman requested a motion to approve. Ms. Caldarelli moved and Mr. Beall seconded. The Board unanimously approved.

There being no additional questions or comments, the Chairman moved to the CEO Monthly Outcome Reports.

CEO Monthly Outcome Reports

CEO Board Report

Mr. Carl reported on tunnel tours and noted that members should have received an invitation for Saturday, June 24. Ms. Caldarelli reported that she had a conflict with the date. Mr. Carl noted that staff would provide a tour based on her availability. There are currently eight signed up along with the Chair. Staff will provide all the personal protective equipment (PPE) for participants.

The Chairman noted the 300 visitors to the 6<sup>th</sup> floor spaces and inquired about the reason for the increased usage. He noted the groups from the City have been using the spaces as meeting space. Mr. Hill inquired about the process for using the spaces. Mr. Carl reported that the documents are on the website or an email can be sent to Ms. Feehan to accomplish this.

RiverRenew Dashboard

Major highlights include the TBM has mined within the Outfall 002 shaft. Staff is currently mobilizing crew to excavate the shaft and performing the necessary maintenance on the cutter head. Hazel is currently 4,200 feet in. AlexRenew mined 130 feet on the most productive day. Mr. Carl reported on progress inside the shaft walls. Waterproofing has also commenced. Final concrete liners have started to be placed. The program spending is at \$322 million which is better than half way through the program.

The next Stakeholder Advisory Group (SAG) is scheduled for July. Staff hosted community days in May with 140 participants to tour the tunnel from the public. Messaging has also begun on the Jamison Avenue closure in advance. An electronic board will be placed as well as detours and bike detours.

Mr. Dickinson inquired about questions on pile driving. Mr. Carl reported that he had received no complaints but questions from a SAG member, Mace Carpenter, around Tobacco Quay about the pile driving and how much longer it was going to go. Pile driving is approximately half way done with completion expected in early August.

Financial Report

Mr. Carl noted that there is additional language regarding delinquencies and reported on the status of delinquent accounts. Staff has experienced an increase over the previous month. In May, staff performed targeted phone calls, and used paid advertisements on social media and bill inserts to encourage customers to sign up for payment plans through Promise Pay. In June, staff is issuing door

hangers to the larger accounts that have delinquencies as the next step. Ms. Caldarelli inquired on when shut offs would commence. Mr. Carl reported that the migration will be complete in early 2024 and shutoffs will begin shortly thereafter. Mr. Jinks inquired about changing the date of the retreat to mid to late October due to the new board member beginning sooner than expected. Mr. Carl and Mr. Hill noted that with the upcoming events in late Fall including Committee meetings in October and November and holidays, that maintaining the current date in January might be the best option.

Recognition of William Dickinson's Service to AlexRenew

The Chairman read a proclamation recognizing the contributions of Mr. Dickinson to Alexandria Renew Enterprises.

Mr. Dickinson began his service in 2012. He served two terms as Secretary-Treasurer from 2013-2015 and again from 2016-2023. He served through the construction of the Nutrient Management Facility, athletic field, AlexRenew Environmental Center and RiverRenew program.

Mr. Dickinson's experience in regional water and the environment enhanced AlexRenew's ability to serve its local community with agility, empathy, and better understanding of local needs. He served multiple times as judge of the Ellen Pickering Environmental Service Award.

Mr. Dickinson's thoughtful questions and local civic involvement proved valuable as the Authority reviewed rates and financing in its newly acquired CSO assets.

Mr. Dickinson's love of Alexandria history led to connections within the community to ensure equity and inclusion of long-standing African-American oral histories to be incorporated within the City's largest infrastructure project, RiverRenew, for future generations to learn from and respect.

Mr. Dickinson was a long-time friend and supporter of AlexRenew and his mission of transforming wastewater to transform our community.

Now, therefore, Be It Resolved that AlexRenew Board of Directors hereby wish to acknowledge and thank Mr. William Dickinson for his many years of dedicated service on behalf of AlexRenew.

Adopted, June 20, 2023

The Chairman requested a motion to approve. Mr. Beall moved and Mr. Jinks seconded. The Board unanimously approved.

Mr. Dickinson reflected on his time on the Board and changes that had been during his tenure. He noted that Mr. Ed Semonian, encouraged him to apply for the Board vacancy. He reported on his time meeting with the prior CEO, Karen Pallansch, and their discussions on how little the public knew about Alexandria Renew Enterprises and how that changed with community outreach and engaging with the public.

There being no additional business, the Chairman requested a motion to adjourn. Ms. Caldarelli moved and Mr. Beall seconded. The Board unanimously approved. The meeting adjourned at 7:48 p.m.

APPROVED:



Secretary-Treasurer